

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ARISTA RECORDS LLC, a Delaware limited) CIVIL ACTION No. 1:07- cv-10834-NG
liability company; WARNER BROS.)
RECORDS INC., a Delaware corporation;)
ATLANTIC RECORDING CORPORATION, a)
Delaware corporation; VIRGIN RECORDS)
AMERICA, INC., a California corporation;)
UMG RECORDINGS, INC., a Delaware)
corporation; BMG MUSIC, a New York general)
partnership; CAPITOL RECORDS, INC., a)
Delaware corporation; SONY BMG MUSIC)
ENTERTAINMENT, a Delaware general)
partnership; MOTOWN RECORD)
COMPANY, L.P., a California limited)
partnership; MAVERICK RECORDING)
COMPANY, a California joint venture;)
ELEKTRA ENTERTAINMENT GROUP INC.,)
a Delaware corporation; LAFACE RECORDS)
LLC, a Delaware limited liability company; and)
INTERSCOPE RECORDS, a California general)
partnership,)
Plaintiffs,)
v.)
DOES 1 - 21,)
Defendants.)

MOTION FOR ADMISSION *PRO HAC VICE*

Pursuant to Massachusetts Local Rule 83.5.3(b), John R. Bauer and Nancy M. Cremins, both members of the Bar of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts, move for the admission of Moshe D. Rothman, a member of the Bars of the State of Colorado, the District of Columbia, and the State of Maryland, to this Court for the purpose of representing plaintiffs in the above-captioned matter, and state as follows:

1. Moshe D. Rothman is an associate with the law firm of Holme Roberts & Owen LLP. His business address is 1700 Lincoln Street, Suite 4100, Denver, Colorado 80203-4541. His telephone number is (303) 866-0391.

2. Moshe D. Rothman is a member in good standing of the Bar of the State of Colorado, as well as the Bar of the District of Columbia and the Bar of the State of Maryland. There are no disciplinary proceedings pending against him as a member of the bar in any jurisdiction.

3. Moshe D. Rothman is familiar with the Local Rules of the United States District Court for the District of Massachusetts.

4. John R. Bauer and Nancy M. Cremins, both members of the Bar of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts, will continue to represent plaintiffs if this motion is granted.

5. In further support of this motion, attached hereto as Exhibit A is the Affidavit of Moshe D. Rothman.

6. In accordance with this Court's fee schedule, a fifty dollar (\$50) filing fee will be paid for the admission of Moshe D. Rothman to this Court within 24 hours after this document is submitted electronically.

WHEREFORE, the plaintiffs respectfully request that Moshe D. Rothman be admitted to practice before this court *pro hac vice* for the purpose of appearing as counsel for plaintiffs in the above-referenced proceeding in accordance with the Rules of this Court.

ARISTA RECORDS LLC; WARNER BROS.
RECORDS INC.; ATLANTIC RECORDING
CORPORATION; VIRGIN RECORDS
AMERICA, INC.; UMG RECORDINGS, INC.;
BMG MUSIC; CAPITOL RECORDS, INC.;
SONY BMG MUSIC ENTERTAINMENT;
MOTOWN RECORD COMPANY, L.P.;
MAVERICK RECORDING COMPANY;
ELEKTRA ENTERTAINMENT GROUP INC.;
LAFACE RECORDS LLC; and INTERSCOPE
RECORDS

By their attorneys,

Dated: June 26, 2007

By: /s/ Nancy M. Cremins
John R. Bauer, BBO# 630742
Nancy M. Cremins, BBO # 658932
ROBINSON & COLE LLP
One Boston Place
Boston, MA 02108-4404
Main Phone: (617) 557-5900
Main Fax: (617) 557-5999

NOTICE OF ELECTRONIC FILING

The undersigned hereby certifies that this document was electronically filed on June 26, 2007 and will be sent electronically to the registered participants identified on the Notice of Electronic Filing.

/s/ Nancy M. Cremins
Nancy M. Cremins

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ARISTA RECORDS LLC, a Delaware limited liability company; WARNER BROS. RECORDS INC., a Delaware corporation; ATLANTIC RECORDING CORPORATION, a Delaware corporation; VIRGIN RECORDS AMERICA, INC., a California corporation; UMG RECORDINGS, INC., a Delaware corporation; BMG MUSIC, a New York general partnership; CAPITOL RECORDS, INC., a Delaware corporation; SONY BMG MUSIC ENTERTAINMENT, a Delaware general partnership; MOTOWN RECORD COMPANY, L.P., a California limited partnership; MAVERICK RECORDING COMPANY, a California joint venture; ELEKTRA ENTERTAINMENT GROUP INC., a Delaware corporation; LAFACE RECORDS LLC, a Delaware limited liability company; and INTERSCOPE RECORDS, a California general partnership,

Plaintiffs,

v.

DOES 1 - 21,

Defendants.)

AFFIDAVIT OF MOSHE D. ROTHMAN

I, MOSHE D. ROTHMAN, ESQ., depose and state as follows:

1. I am an attorney at law licensed to practice in the State of Colorado, as well as the United States District Court for the District of Colorado and the United States Court of Appeals for the Tenth Circuit since 2005.
2. I am a resident of Colorado.
3. I am an associate at the law firm of Holme Roberts & Owen LLP and I practice in

the firm's Denver, Colorado office.

4. I am a member in good standing of the Bar of the State of Colorado and am duly licensed and admitted to practice law by the State of Colorado. My Colorado attorney registration number is 37049.

5. I am also a member in good standing of the Bar of the District of Columbia and am duly licensed and admitted to practice law by the District of Columbia. My District of Columbia attorney registration number is 473004.

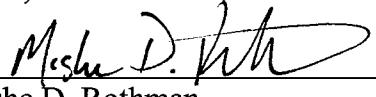
6. I am also a member in good standing of the Bar of the State of Maryland and am duly licensed and admitted to practice law by the State of Maryland. Maryland does not issue registration numbers.

7. I have never been suspended or disbarred in any jurisdiction, and there are no disciplinary actions pending against me.

8. I am familiar with the Local Rules of the United States District Court for the District of Massachusetts.

9. If the Court allows the Motion for me to appear *pro hac vice* in this matter, I will represent plaintiffs in this proceeding until the final determination thereof, and with reference to all matters, incidents, or proceedings, I agree that I shall be subject to the orders and to the disciplinary action and the civil jurisdiction of this Court in all respects as if I were regularly admitted.

Signed under the penalties of perjury this 26th day of June, 2007.



Moshe D. Rothman